

**The Huntington National Bank**

105 East Fourth Street, Suite 200,  
Cincinnati, OH 45202  
513/639-8342; fax 513/877-343-5676

Surface Transportation Board  
Office of Proceedings  
395 E Street, SW  
Washington, DC 20423-0001

RECORDATION NO. 29511 FILED

OCT 20 '10 -2 20 PM

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MANAGEMENT  
STB

October 19, 2010

Dear Surface Transportation Board,

**SURFACE TRANSPORTATION BOARD**

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301 (a) is a copy of a Memorandum of Lease, dated as of July 01, 2010, a primary document as defined in the Board's Rules of Recordation of Documents.

The names and addresses of the parties to the enclosed document are:

**Lessor: The Huntington National Bank**  
105 East Fourth Street, Suite 120  
Cincinnati, OH 45202

**Lessee: Appalachian Railcar Services, Inc.**  
737 Eleanor Industrial Park  
Eleanor, WV 25070

A description of the railroad equipment covered by the enclosed document is:

**(2) Two EMD SW1200 Locomotives bearing the marks of ARS 1429, and ARS 1467.**

A short summary of the document to appear in the index is:

Memorandum of Lease.

Also enclosed is a check in the amount of \$41.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

If you have any questions, please don't hesitate to call.

Sincerely,

**Todd A. Schemmel**  
Sales Coordinator  
**The Huntington National Bank**  
105 East 4th Street CN01  
Cincinnati, OH 45202  
Direct Line: (513) 639-8342  
Fax: (877) 343-5676  
[Todd.Schemmel@Huntington.com](mailto:Todd.Schemmel@Huntington.com)

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# MEMORANDUM OF LEASE

1.) Pursuant to that certain Master Lease Agreement dated July 15, 2010 and the related Financing Lease Schedule No. 6245.05 dated July 15, 2010 (collectively, the "Lease Agreement"), has leased to the Lessee the railroad cars identified on Exhibit A attached hereto and made a part hereof (the "Cars"). Said lease of the Cars is referred to hereinafter as the "Lease".

2.) The addresses of the parties are as follows:

Lessor: The Huntington National Bank  
Equipment Finance Division  
105 East Fourth Street  
Cincinnati, OH 45202

Lessee: Appalachian Railcar Services, Inc.  
PO Box 800  
Eleanor, WV 25070

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SURFACE TRANSPORTATION BOARD

3.) The term of the Lease is ~~Six~~ Five Years commencing on July 15, 2010 and will expire on July 15, 2015 unless otherwise extended or amended by the parties

4.) The terms and provisions of the Lease are more particularly set forth in the Lease Agreement

5.) This Memorandum of Lease may be executed in any number of counterparts, each of which is so executed shall be deemed to be an original, and such counterparts together shall constitute but one and the same document, which may be evidenced by any such signed counterpart.

IN WITNESS WHEREOF, the parties hereto have caused this Memorandum to be executed as of

The Huntington National Bank

By: Todd A. Schemmel  
Name: Todd A. Schemmel  
Title: Sales Coordinator

State of Ohio, County of Hamilton

On 7-16-10 before me personally appeared Todd A. Schemmel, to me personally know, who being by me duly sworn says that his is Sales Coordinator of the Huntington National Bank, and that he executed the foregoing instrument on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



ALYSSA M. SCOTT  
Notary Public, State of Ohio  
My Commission Expires 08-18-2013

Alyssa M. Scott  
Notary Public  
My commission expires 8-19-2013

Appalachian Railcar Services, Inc.

By: Warren H. Huggins  
Name: Warren H. Huggins  
Title: President

State of West Virginia, County of Putnam

On July 15, 2010 before me personally appeared Warren H. Huggins, to me personally know, who being by me duly sworn says that he is President of Rail Connection, Inc. and that he executed the foregoing instrument on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



Sara K. Jarrett  
Notary Public  
My commission expires April 26, 2011



**EXHIBIT A  
DESCRIPTION OF RAILCARS**

This is Exhibit A to the Memorandum of Lease dated July 15, 2010 between The Huntington National Bank "Lessor" and Appalachian Railcar Services, Inc. "Lessee".

**Quantity of Locomotives:** (2) Two

**Description of Cars:** (2) Two EMD SW1400 Locomotives currently bearing the following Railroad Car Marks and Numbers; ARS1467, ARS 1429

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